

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE BRISTOL COUNTY WATER AUTHORITY

Wednesday, October 12, 2011

450 Child Street, Warren Office, Warren, RI

Pursuant to proper notice, the regular meeting of the Board of Directors of the Bristol County Water Authority was called to order by Chairman Jannitto at 6:00 pm, 450 Child Street, Warren Office, Warren, Rhode Island. Executive Director Pasquale DeLise, Legal Counsel Ms. Sandra Mack and the following Directors were in attendance at the commencement of the meeting:

Paul Bishop, Joseph DeMelo, William Gosselin, John Jannitto, Allan Klepper, Lloyd Matsumoto, Frank Nencka, Frank Sylvia

Directors Absent: None

Chairman Jannitto introduced and welcomed two new Bristol Directors, Mr. Paul Bishop and Mr. Joseph DeMelo. The Chairman also introduced and welcomed Mr. Mark Champagne, the new Manager of Accounting and MIS.

HOUSEKEEPING

Minutes of the following meeting were reviewed.

Upon a motion duly made and seconded, it was unanimously

VOTED: That the minutes of the Executive Session of September 14, 2011, be approved.

Upon a motion duly made and seconded, it was unanimously

VOTED: That the minutes of the Board Meeting of September 14,

2011, be approved.

Upon a motion duly made and seconded, it was

VOTED: That the minutes of the Special Board Meeting of October 6, 2011, be approved.

Motion passed with all Directors voting in favor of the motion, no votes against the motion, and Director Sylvia abstaining.

Chairman Jannitto made the following appointments

Director Klepper appointed as Vice Chairman.

Director DeMelo appointed to the Public Relations/Personnel Committee.

Director DeMelo appointed to the Ad Hoc Committee.

Director Bishop appointed to the Engineering Committee.

AUDIT FINANCE

Director Klepper reported:

Old Business

1. Janitorial Services, Executive Director DeLise stated that all bids were being rejected and a new bid would go out due to the fact that some items were omitted from qualifications of bidders and the scope of service. Legal Counsel Ms. Mack stated the previous bidders should be notified that the scope of work is being further defined and they are welcome to bid again.

New Business

1. Engagement of Labor Counsel, Ms. Mack outlined a process to engage labor counsel to negotiate the collective bargaining agreement. At least three firms, specializing in labor negotiation, would be solicited and interviewed by Ms. Mack, the Executive

Director and Chairman, and a recommendation made to full Board. Any Executive Director or Board member can also recommend lawyers to be solicited. It is anticipated that the counsel would be recommended by December 31, 2011.

2. Review of Dept. of Attorney General Decision, Legal Counsel, Ms. Mack presented 3 boxes of documents involving well over 4,000 pages of documents that were provided to Mr. and Mrs. Jeff Black as part of their ongoing request for documents. She noted that over the course of a year the Blacks filed over 14 complaints, alleging numerous violations, most of which were not supported by the evidence. . The Attorney General did affirm some technical violations, but did not fine the Authority and did not find that the evidence supported willful or intentional violations. Ms. Mack noted that the BCWA acknowledged early on in the process and corrected. BCWA was not fined. Ms. Mack stated she was disappointed by the recent biased and misleading article in the Barrington Times stating BCWA had violated state laws while the Providence Journal wrote "Bristol County Water Authority cleared of open meetings violations". Director Sylvia pointed to the headline in The Providence Journal and indicated that they got it right. Ms. Mack also stated that \$65,000 had been spent in legal fees to her former firm, Hinckley Allen, to defend the litigation.

Engineering

Chairman Jannitto reported:

Old Business

1. Water Treatment Plant Project Update, Vice Chairman Klepper

recommended that a matrix be done with regard to the options for Redundant Sources of Water and that the Authority seek guidance from the Town Councils as to next steps.

Executive Director DeLise stated he had spoken to Mr. Ken Burke, RIWRB General Manager, and that a meeting to discuss an alternative to the Water Treatment Plant Project by utilizing a connection to East Providence and Pawtucket is scheduled for October 31, 2011. Director Klepper stated that BCWA should invite a Council member from each town to attend the meeting.

Director Klepper made the following motion

MOTION: That the Executive Director work with the RIWRB and prepare a matrix with regard to the options for, advantages and disadvantages of Redundant Sources of Water, and that when completed, it be provided to each of the three town councils.

Chairman Jannitto seconded the motion.

Director Klepper explained that the matrix would include the process for permits for the Rehoboth Pump Station as part of one option. He noted that there are four groups in Rehoboth to deal with, and then the Selectmen and that completing this process may take an additional 4 to 5 months.

Director Sylvia stated that some councils would like to sell the existing system including the WTP, that would leave 16,000 rate payers with a single water source, and that he is in favor of seeking and having redundancy.

Executive Director DeLise stated that a connection to East Providence and Pawtucket would benefit BCWA.

Director Klepper stated that the matrix would make all of this information available to the Town Councils and the public.

Motion passed unanimously.

2. New Shad Line Pumping Station Design Status, Dewberry Engineering was present at the Engineering Committee Meeting of October 6, 2011 and gave a progress report on the engineering/design and permitting for a new pump station in Rehoboth in connection with a new Shad Pipeline.

Legal Counsel, Ms. Mack stated that the Water Supply Act mandates for BCWA to continue to maintain the existing treatment plant and Shad Line, and that bond funds were set aside to fund the BCWA requirements under the legislation. The legislation mandates that the State pay for this maintenance, not BCWA.

PUBLIC RELATIONS/PERSONNEL COMMITTEE

Director Gosselin reported:

Old Business

1. Manager of Accounting and MIS Position, A new Manager of Accounting and MIS, Mr. Mark J. Champagne, of Foxboro, MA, has been hired and will start working at the Authority on Tuesday, October 11, 2011.

Director Gosselin welcomed Mr. Champagne.

Director Gosselin made the following motion

MOTION: To approve the Resolution, as presented below:

Resolution

Effective October 12, 2011 the Board of Directors of the Bristol County Water Authority (BCWA) hereby adds Mark J. Champagne as

authorized signer on the following BCWXs Bank of America accounts:

Business Checking

Business Checking (Lockbox)

Business Investment

And further the Board of Directors of BCWA grants Mark J. Champagne authority to initiate bank transfers and invest funds on behalf of BCWA with US Bank.

Director Sylvia seconded the motion.

Motion passed unanimously.

2. Discussion Relating to Tri-Town Monthly Report, Committee request this item be taken off the agenda.

3. Status of Update of Job Descriptions, Due date for completion of this item has not yet been set. Job descriptions for Accounting & MIS Manager, Executive Director and Chief Engineer have been updated. It was noted that the new Executive Director will want to provide input on this item.

Director Gosselin asked when Mr. Robert Bostian of Benefit Management would give his report to the Board on the Pension Plan. The Executive Director noted that he should be available to present at the next meeting of the directors.

The Chair recognized Production Superintendent, Mr. Domenic Soignoh, who asked the status of staff employees salary review. Director Gosselin stated that salary increases for 2011 and 2012 have been put on hold. Executive Director DeLise stated that this item will be addressed in the Budget in December.

The Chair recognized Local 359 Union President, Mr. Brian Mellor who asked if legal services were going out for RFP. Ms. Mack stated that names of labor lawyers would be given to her, and that a labor lawyer to negotiate the collective bargaining agreement should be in place by the end of December.

AD HOC COMMITTEE

Director Gosselin reported:

Old Business

1. Rates Structure, Director Klepper stated that BCWA should hire a consultant to work on the rate structure. The B&E Report concerning the rate structure was very confusing. BCWA should ask Mr. Walter Edge, from B&E, to come before the Board to explain his report.

Chairman Jannitto stated that the rate structure will have an impact on the senior citizens discount, fire services, and that everything will be affected by any change.

Director Gosselin asked if a new computer system would be in the budget.

Manager of Commercial and Customer Services, Mr. Joseph Granata stated that BCWA may have to purchase both hardware and software to update its system.

Director Gosselin asked Mr. Granata to find out what computer systems other water companies use and report back to the Board and that the item is to be placed on the agenda for November.

SEARCH COMMITTEE

Director Nencka reported:

New Business

1. Search Committee Progress Report, Director Klepper stated that the focus of the search should be for the executive director's position. The Board can make arrangements with an engineering firm to offer BCWA engineering support during the transition as needed.

Director Nencka stated that the ad for executive director can be placed after the Board reviews the job description.

Director Klepper stated the ad should be placed in the Providence Journal, and online for at least 30 days.

Director Nencka stated that a decision to hire an engineering consultant can be made after the executive director's job is filled, depending upon the candidates' qualifications.

Director Matsumoto stated that he would like to go into Executive Session under 42-46-5(a) to consider possible litigation against 3 individuals.

Director Klepper stated that the item was not on the agenda and could not be considered at this time. Director Matsumoto asked that it be on the agenda for the November meeting as an item for executive session.

NEXT STEPS

1. Public Relations/Personnel Committee Meeting, Wednesday, November 2, 2011, 5:15 p.m., Warren Office, Boardroom, 450 Child Street.

2. Audit Finance Committee Meeting, Wednesday, November 2, 2011, 5:20 p.m., Warren Office, Boardroom, 450 Child Street.

- 3. Engineering Committee Meeting, Wednesday, November 2, 2011, 5:25 p.m., Warren Office, Boardroom, 450 Child Street.**
- 4. Ad Hoc Committee Meeting, Wednesday, November 2, 2011, 5:30 p.m., Warren Office, Boardroom, 450 Child Street.**
- 5. Special Board Meeting, Wednesday, November 2, 2011, 5:35 p.m., Warren Office, Boardroom, 450 Child Street.**
- 6. Board of Directors Monthly Meeting, Thursday, November 10, 2011, 6:00 p.m., Warren Office, Boardroom, 450 Child Street.**

The Chairman made the following motion, which was duly seconded

MOTION: To accept the dates for the November meetings.

Motion passed unanimously.

The Chairman made the following motion, which was duly seconded

MOTION: To adjourn the meeting.

Motion passed unanimously.

There being no further business, the meeting was adjourned at 7:35 pm.

Lloyd Matsumoto

Secretary

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